

THIS OBJECTION SEEKS TO PARTIALLY REDUCE, RECLASSIFY, AND ALLOW CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE OF ONE HUNDRED TWENTY-SIXTH OMNIBUS OBJECTION TO CLAIMS SHOULD REVIEW THE OMNIBUS OBJECTION TO SEE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS OBJECTION AND/OR IN THE EXHIBIT ATTACHED THERETO TO DETERMINE WHETHER THIS OBJECTION AFFECTS THEIR CLAIM(S).

IF YOU HAVE QUESTIONS, PLEASE CONTACT DEBTORS' COUNSEL, ERIN ECKOLS, AT 214-746-7700.

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 Robert J. Lemons

Attorneys for Debtors
 and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
-----X	

NOTICE OF HEARING ON DEBTORS' ONE HUNDRED TWENTY-SIXTH OMNIBUS OBJECTION TO CLAIMS (PARTIALLY SETTLED GUARANTEE CLAIMS)

PLEASE TAKE NOTICE that on April 18, 2011, Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), filed their one hundred twenty-sixth omnibus objection to claims (the "Debtors' One Hundred Twenty-Sixth Omnibus Objection to Claims"), and that a

hearing (the “Hearing”) to consider the Debtors’ One Hundred Twenty-Sixth Omnibus Objection to Claims will be held before the Honorable James M. Peck, United States Bankruptcy Judge, in Courtroom 601 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on **June 2, 2011 at 10:00 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that any responses to the Debtors’ One Hundred Twenty-Sixth Omnibus Objection to Claims must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court’s filing system, and (b) by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with a hard copy delivered directly to Chambers), in accordance with General Order M-182 (which can be found at www.nysb.uscourts.gov), and served in accordance with General Order M-399, and on (i) the chambers of the Honorable James M. Peck, One Bowling Green, New York, New York 10004, Courtroom 601; (ii) attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Robert J. Lemons, Esq. and Mark Bernstein, Esq.); (iii) the Office of the United States Trustee for Region 2, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Tracy Hope Davis, Esq., Elisabetta Gasparini, Esq., and Andrea B. Schwartz, Esq.); and (iv) attorneys for the official committee of unsecured creditors appointed in these cases, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq., Dennis O’Donnell, Esq., and

Evan Fleck, Esq.); so as to be so filed and received by no later than **May 18, 2011 at 4:00 p.m.**
(Eastern Time) (the “Response Deadline”).

PLEASE TAKE FURTHER NOTICE that if no responses are timely filed and served with respect to the Debtors’ One Hundred Twenty-Sixth Omnibus Objection to Claims or any claim set forth thereon, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Debtors’ One Hundred Twenty-Sixth Omnibus Objection to Claims, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: April 18, 2011
New York, New York

/s/ Robert J. Lemons
Robert J. Lemons

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re : Chapter 11 Case No.
:
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (JMP)
:
Debtors. : (Jointly Administered)
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**DEBTORS' ONE HUNDRED TWENTY-SIXTH OMNIBUS
OBJECTION TO CLAIMS (PARTIALLY SETTLED GUARANTEE CLAIMS)**

**THIS OBJECTION SEEKS TO PARTIALLY REDUCE,
RECLASSIFY, AND ALLOW CERTAIN FILED PROOFS OF
CLAIM. PARTIES RECEIVING THIS NOTICE OF ONE HUNDRED
TWENTY-SIXTH OMNIBUS OBJECTION TO CLAIMS SHOULD
REVIEW THE OMNIBUS OBJECTION TO SEE IF THEIR NAME(S)
AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS
OBJECTION AND/OR IN THE EXHIBIT ATTACHED THERETO
TO DETERMINE WHETHER THIS OBJECTION AFFECTS THEIR
CLAIM(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT
DEBTORS' COUNSEL, ERIN ECKOLS, AT 214-746-7700.**

TO THE HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE:

Lehman Brothers Holdings Inc. (“LBHI”) and its affiliated debtors, in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the “Debtors”), respectfully represent as follows:

Relief Requested

1. The Debtors file this one hundred twenty-sixth omnibus objection to claims (the “One Hundred Twenty-Sixth Omnibus Objection to Claims”), pursuant to section 502(b) of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and this Court’s order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the “Procedures Order”) [Docket No. 6664], seeking to reduce, reclassify (in certain instances), and allow, in part, the claims listed on Exhibit A annexed hereto.¹

2. The Debtors have determined that portions of the proofs of claim listed on Exhibit A (collectively, the “Partially Settled Guarantee Claims”) should be reduced, reclassified (in certain instances), and allowed in accordance with the parties’ settlement agreements. Exhibit A sets forth which portion of the Partially Settled Guarantee Claims will be reduced, reclassified (in certain instances), and allowed, as well as which portion of the Partially Settled Guarantee Claims remains unresolved.

3. The Partially Settled Guarantee Claims assert, in part, guarantee claims against LBHI for derivatives contracts that the relevant counterparty entered into

¹ Not all claims listed on Exhibit A require reclassification. Exhibit A sets forth which specific portion of each claim will be reclassified as a non-priority general unsecured claim pursuant to the parties’ agreement.

with Lehman Brothers Special Financing, Inc. (“LBSF”). Pursuant to this Court’s order approving procedures for the settlement or assumption and assignment of prepetition derivatives contracts (the “December Order”) [Docket No. 2257], claimants and the Debtors have negotiated settlements of disputes related to derivatives claims, including claim amounts and classifications. These settlements are reflected in executed termination agreements among the relevant parties or have been agreed to by the relevant parties in other writings. The portion of each Partially Settled Guarantee Claim that relates to LBHI’s alleged guarantee of LBSF’s derivatives contracts (the “LBSF Portion”) has been settled, and the Partially Settled Guarantee Claims are not consistent with the terms of such settlements. The Debtors, therefore, request that the Court reduce, reclassify (as appropriate), and allow the LBSF Portion of each Partially Settled Guarantee Claim to reflect the amount listed on Exhibit A under the column heading “*Allowed Portion of Claim --Amount,*” and the classification listed under the column heading “*Allowed Portion of Claim – Class.*” The Debtors further request that the Court allow each such Partially Settled Guarantee Claim only to the extent of such Allowed Class and Allowed Amount.

4. This One Hundred Twenty-Sixth Omnibus Objection to Claims does not affect the portion of each Partially Settled Guarantee Claim set forth on Exhibit A under the column heading “*Unresolved Portion of Claim*” (the “Non-LBSF Portion”) and does not constitute any admission or finding with respect thereto. The Non-LBSF Portions of the Partially Settled Guarantee Claims have not been settled. The Debtors reserve all their rights to object on any basis to the Non-LBSF Portion of each Partially

Settled Guarantee Claim that is set forth on Exhibit A under the column heading
“Unresolved Portion of Claim.”

Jurisdiction

5. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

Background

6. Commencing on September 15, 2008, and periodically thereafter, LBHI and certain of its subsidiaries commenced with this Court voluntary cases under chapter 11 of the Bankruptcy Code. The Debtors’ chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Bankruptcy Rule 1015(b). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

7. On September 17, 2008, the United States Trustee for Region 2 (the “U.S. Trustee”) appointed the statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Creditors’ Committee”).

8. On December 16, 2008, the Court entered the December Order, which approved and established specific procedures by which the Debtors could settle claims arising from the termination of prepetition derivatives contracts.

9. On January 19, 2009, the U.S. Trustee appointed Anton R. Valukas as Examiner in the above-captioned chapter 11 cases (the “Examiner”) and by order, dated January 20, 2009 [Docket No. 2583], the Court approved the U.S. Trustee’s

appointment of the Examiner. The Examiner has filed his report pursuant to section 1106(b) of the Bankruptcy Code [Docket No. 7531].

10. On January 14, 2010, the Court entered the Procedures Order, which authorizes the Debtors, among other things, to file omnibus objections to no more than 500 claims at a time, on various grounds, including those set forth in Bankruptcy Rule 3007(d) and those additional grounds set forth in the Procedures Order.

**The Partially Settled Guarantee Claims
Should Be Reduced, Reclassified, and Allowed in Part**

11. In their review of the claims filed on the claims register in these cases, the Debtors have identified the Partially Settled Guarantee Claims as being claims for which the Debtors specifically negotiated a settlement with the claimants resolving the LBSF Portion of said claim for a claim amount and (in certain cases) classification that is not the amount and/or classification that is reflected on that claimants' proof of claim.

12. A filed proof of claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). If an objection refuting at least one of the claim's essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. *See In re Oneida Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); *In re Adelphia Commc'ns Corp.*, Ch. 11 Case No. 02-41729 (REG), 2007 Bankr. LEXIS 660 at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

13. The Partially Settled Guarantee Claims assert guarantee claims against LBHI that relate, in part, to derivatives contracts between LBSF and the

applicable counterparty. Pursuant to the December Order, the Debtors engaged in negotiations with certain claimants that had filed proofs of claim against the Debtors asserting obligations based on prepetition derivatives contracts. The Debtors and these claimants negotiated and agreed to claim amounts and (in certain instances) classifications to resolve those proofs of claim, including guarantee claims related thereto, that are documented in an executed termination agreement or other writing. Pursuant to certain of those settlements, the LBSF Portions of the Partially Settled Guarantee Claims were resolved. However, the agreed-upon claim amounts and classifications for the LBSF Portion of the Partially Settled Guarantee Claims are not reflected on the proof of claim forms filed by these claimants.

14. The holders of the Partially Settled Guarantee Claims agreed that the LBSF Portion of their claim would be allowed in the reduced amounts and classifications that are reflected on Exhibit A under the column headings “*Allowed Portion of Claim -- Class*” and “*Allowed Portion of Claim -- Amount.*” The Debtors are seeking only to reduce and reclassify the LBSF Portion of the Partially Settled Guarantee Claims where the claimant’s proof of claim is not consistent with such claimant’s settlement agreement.

15. In order to properly reflect the Debtors’ and claimants’ agreements with respect to the amount and classification of the LBSF Portion of the Partially Settled Guarantee Claims, the Debtors request that the Court reduce and reclassify (as appropriate) the LBSF Portion of such Partially Settled Guarantee Claim to reflect the amount listed under the column heading “*Allowed Portion of Claim -- Amount,*” and the classification under the column heading “*Allowed Portion of Claim -- Class.*” The

Debtors further request that the Court allow the LBSF Portion of each Partially Settled Guarantee Claim only to the extent of such modified classification and amount listed on Exhibit A under the column headings “*Allowed Portion of Claim -- Class*” and “*Allowed Portion of Claim -- Amount*.” Finally, the Debtors reserve all their rights to object on any basis to the Non-LBSF Portion of each Partially Settled Guarantee Claim that is set forth on Exhibit A under the column heading “*Unresolved Portion of Claim*.”

Notice

16. No trustee has been appointed in these chapter 11 cases. The Debtors have served notice of this One Hundred Twenty-Sixth Omnibus Objection to Claims on (i) the U.S. Trustee; (ii) the attorneys for the Creditors’ Committee; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York; (vi) each claimant listed on Exhibit A; and (vii) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010 governing case management and administrative procedures for these cases [Docket No. 9635]. The Debtors submit that no other or further notice need be provided.

17. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request that the Court grant the relief requested herein and such other and further relief as is just.

Dated: April 18, 2011
New York, New York

/s/ Robert J. Lemons

Robert J. Lemons

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Attorneys for Debtors
and Debtors in Possession

EXHIBIT A

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
1	ABU DHABI INVESTMENT AUTHORITY ATTN: EXECUTIVE DIRECTOR - TREASURY 211 CORNICHE, P.O. BOX 3600 ABU DHABI, UNITED ARAB EMIRATES	15651	Lehman Brothers Holdings Inc.	Unsecured	\$1,497,646.72	Unsecured	\$6,688.68	Unsecured	\$1,490,958.04
2	ABU DHABI RETIREMENT PENSIONS & BENEFITS FUND PIMCO ATTN: INVESTMENT DEPARTMENT P.O. BOX 3122 ABU DHABI, UNITED ARAB EMIRATES	15539	Lehman Brothers Holdings Inc.	Unsecured	\$70,150.10	Unsecured	\$7,789.58	Unsecured	\$62,360.52
3	ALEPPA FUNDING I LLC C/O GLOBAL SECURITIZATION SERVICES, LLC 445 BROAD HOLLOW ROAD SUITE 239 NEW YORK, NY 11747	26546	Lehman Brothers Holdings Inc.	Unsecured	\$217,722.64	Unsecured	\$210,820.96	Unsecured	\$6,901.68
4	BANK OF ESTONIA ESTONIA PST 13 TALLINN, 15095 ESTONIA	42197	Lehman Brothers Holdings Inc.	Unsecured	\$115,512.22	Unsecured	\$66,356.52	Unsecured	\$49,155.70
5	BARLOWORLD PENSION TRUST LIMITED STATESMAN HOUSE STAFFERTON WAY MAIDENHEAD BERKSHIRE, 5L6 1AD	11384	Lehman Brothers Holdings Inc.	Unsecured	\$90,615.76	Unsecured	\$56,715.98	Unsecured	\$33,899.78

* - Indicates claim contains unliquidated and/or undetermined amounts

† - Indicates that the Debtor on the filed proof of claim has been previously ordered modified to the Debtor listed on this exhibit

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

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				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
6	BMW (UK) TRUSTEES LIMITED ATTN: BARRY BETTS PO BOX 10277 ALBERT STREET REDDITCH, B97 4WA UNITED KINGDOM	11483	Lehman Brothers Holdings Inc.	Unsecured	\$146,107.81	Unsecured	\$54,700.42	Unsecured	\$91,407.39
7	BOARD OF THE PENSION PROTECTION FUND, THE C/O FIELD FISHER WATERHOUSE LLP REF: EAM/EJA 35 VINE STREET LONDON, EC3N 2AA UNITED KINGDOM	17246	Lehman Brothers Holdings Inc.	Unsecured	\$409,939.59	Unsecured	\$175,342.77	Unsecured	\$234,596.82
8	CAPITAL GUIDANCE (FUND) LTD. UGLAND HOUSE, SOUTH CHURCH STREET GEORGETOWN, CAYMAN ISLANDS	13048	Lehman Brothers Holdings Inc.	Unsecured	\$64,937.00	Unsecured	\$45,353.93	Unsecured	\$19,583.07
9	DS SMITH PENSION TRUSTEES LIMITED, AS TRUSTEE OF THE DS SMITH GROUP PENSION SCHEME DS SMITH PLC, BEECH HOUSE, WHITEBROOK PARK 68 LOWER COOKHAM ROAD, MAIDENHEAD BERKSHIRE, SL6 8XY UNITED KINGDOM	11399	Lehman Brothers Holdings Inc.	Unsecured	\$252,929.18	Unsecured	\$95,097.29	Unsecured	\$157,831.89
10	EMBARQ MASTER RETIREMENT TRUST 5454 W. 110TH STREET OVERLAND PARK, KS 66211	18605	Lehman Brothers Holdings Inc.	Unsecured	\$349,567.95	Unsecured	\$310,695.09	Unsecured	\$38,872.86

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				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
11	EMI GROUP PENSION TRUSTEES LTD. 27 WRIGHTS LANE LONDON, W8 5SW UNITED KINGDOM	25870	Lehman Brothers Holdings Inc.	Unsecured	\$39,378.74	Unsecured	\$23,044.95	Unsecured	\$16,333.79
12	EQUITY TRUSTEES LIMITED ATF PIMCO GLOBAL BOND FUND HARVEY H KALMAN LEVEL 2, 575 BOURKE STREET MELBOURE, VIC, 3000 AUSTRALIA	11135	Lehman Brothers Holdings Inc.	Unsecured	\$127,374.83	Unsecured	\$102,552.38	Unsecured	\$24,822.45
13	EQUITY TRUSTEES LIMITED ATF PIMCO GLOBAL REAL RETURN FUND HARVEY H. KALMAN LEVEL 2, 575 BOURKE STREET MELBOURE, VIC, 3000 AUSTRALIA	11138	Lehman Brothers Holdings Inc.	Unsecured	\$1,645,820.90	Unsecured	\$992,532.45	Unsecured	\$653,288.45
14	EURO BOND FUND - (#1691) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE UPPER HATCH STREET DUBLIN, 2 IRELAND	16347	Lehman Brothers Holdings Inc.	Unsecured	\$2,042,504.03	Unsecured	\$401,052.32	Unsecured	\$1,641,451.71
15	FUNDO DE PENSOES ALAMEDA DR. CARLOS D' ASSUMPCAO NOS. 181-187 CENTRO COMERCIAL BRILHANTISMO, 20TH ANDAR MACAU, MACAU	10658	Lehman Brothers Holdings Inc.	Unsecured	\$135,509.00	Unsecured	\$128,336.20	Unsecured	\$7,172.80

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				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
16	GA FUND L BOND ACTIVE WORLD TP (SICAN) 50 AVENUE J.F. KENNEDY LUXEMBOURG, L 2951 LUXEMBOURG	24999	Lehman Brothers Holdings Inc.	Unsecured	\$356,020.97	Unsecured	\$174,801.28	Unsecured	\$181,219.69
17	GLOBAL BOND FUND (#699) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE UPPER HATCH STREET DUBLIN, 2 IRELAND	18590	Lehman Brothers Holdings Inc.	Unsecured	\$775,794.59	Unsecured	\$158,427.82	Unsecured	\$617,366.77
18	GLOBAL REAL RETURN FUND (#3693) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE UPPER HATCH STREET DUBLIN 2, IRELAND	18588	Lehman Brothers Holdings Inc.	Unsecured	\$811,974.01	Unsecured	\$479,264.79	Unsecured	\$332,709.22
19	GOVERNMENT EMPLOYEES SUPERANNUATION BOARD ATTN: ALAN CHAPPEL LEVEL 4, CENTRAL PARK 152 ST GEORGE'S TERRACE PERTH, WA 6000 AUSTRALIA	10248	Lehman Brothers Holdings Inc.	Unsecured	\$76,908.44	Unsecured	\$17,139.33	Unsecured	\$59,769.11

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				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
20	GREAT EASTERN LIFE ASSURANCE COMPANY LIMITED ATTENTION MERVYN GOH 1 PICKERING STREET # 13-01 GREAT EASTERN CENTRE, 048659 SINGAPORE	25325	Lehman Brothers Holdings Inc.	Unsecured	\$243,933.99	Unsecured	\$54,995.49	Unsecured	\$188,938.50
21	HIGH YIELD BOND FUND - (#696) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE, UPPER HATCH STREET DUBLIN, 2 IRELAND	16322	Lehman Brothers Holdings Inc.	Unsecured	\$762,476.48	Unsecured	\$255,476.48	Unsecured	\$507,000.00
22	IBM GLOBAL STRATEGY FUND ATTN: NEIL BULL PO BOX 41, NORTH HARBOUR PORTSMOUTH, PO6 3AU UNITED KINGDOM	19927	Lehman Brothers Holdings Inc.	Unsecured	\$635,066.13	Unsecured	\$285,375.92	Unsecured	\$349,690.21
23	LAND TRANSPORT AUTHORITY ATTN: ALICE TAN GUONG KHIM NO. 1 HAMPSHIRE ROAD , 219428 SINGAPORE	14326	Lehman Brothers Holdings Inc.	Unsecured	\$99,901.95	Unsecured	\$93,731.34	Unsecured	\$6,170.61

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				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
24	MARS PENSION TRUSTEES LIMITED PIMCO ACCOUNT NUMBER 1440 ATTN: RIANNE STEENBERGEN MARS NEDERLAND BV TAYLORWEG 5 VEGHEL, 5466 AE	25245	Lehman Brothers Holdings Inc.	Unsecured	\$77,459.97	Unsecured	\$14,751.63	Unsecured	\$62,708.34
25	MINNESOTA STATE BOARD OF INVESTMENT C/O ASSISTANT ATTORNEY GENERAL JEREMEY D EIDEN OFFICE OF THE MINNESOTA ATTORNEY GENERAL 445 MINNESOTA STREET, SUITE 900 SAINT PAUL, MN 55101-2127	19851	Lehman Brothers Holdings Inc.	Unsecured	\$160,380.40	Unsecured	\$69,144.73	Unsecured	\$91,235.67
26	OFID - OPEC FUND FOR INTERNATIONAL DEVELOPMENT PARKRING 8 VIENNA, 1010 AUSTRIA	13950	Lehman Brothers Holdings Inc.	Unsecured	\$465,699.01	Unsecured	\$292,842.78	Unsecured	\$172,856.23
27	PAUL HAMLYN FOUNDATION 18 QUEEN ANNE'S GATE LONDON, SW1H 9AA UNITED KINGDOM	9637	Lehman Brothers Holdings Inc.	Unsecured	\$464,239.43	Unsecured	\$361,173.94	Unsecured	\$103,065.49
28	PENSION FUND OF THE CHRISTIAN CHURCH (DISCIPLES OF CHRIST), INC. ATTN: DAVID STONE 130 EAST WASHINGTON STREET INDIANAPOLIS, IN 46204	14381	Lehman Brothers Holdings Inc.	Unsecured	\$55,357.83	Unsecured	\$38,103.61	Unsecured	\$17,254.22

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				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
29	PIMCO ABSOLUTE RETURN STRATEGY II CAYMAN UNIT TRUST (#4902) ATTN: RICHARD LEBRUN BUTTERFIELD HOUSE FORT STREET, P.O. BOX 2330 SUITE 100 GEORGETOWN, CAYMAN ISLANDS	22752	Lehman Brothers Holdings Inc.	Unsecured	\$492,637.82	Unsecured	\$372,041.81	Unsecured	\$120,596.01
30	PIMCO ABSOLUTE RETURN STRATEGY II MASTER FUND LDC (4802) ATTN: RICHARD LEBRUN WALKERS FUND SERVICES LIMITED 87 MARY STREET GEORGE TOWN GRAND CAYMAN, KY1-9002 CAYMAN ISLANDS	24553	Lehman Brothers Holdings Inc.	Unsecured	\$599,077.32	Unsecured	\$224,770.87	Unsecured	\$374,306.45
31	PIMCO ABSOLUTE RETURN STRATEGY III - (#4803) ATTN: RICHARD LEBRUN WALKERS FUND SERVICES LIMITED 87 MARY STREET GEORGE TOWN GRAND CAYMAN, KY1-9002 CAYMAN ISLANDS	25449	Lehman Brothers Holdings Inc.	Unsecured	\$4,035,316.20	Unsecured	\$2,991,900.46	Unsecured	\$1,043,415.74

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	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
32	PIMCO ABSOLUTE RETURN STRATEGY IV EFUND - (#4899) PIMCO OFFSHORE FUNDS ATTN: RICHARD LEBRUN 87 MARY STREET GEORGE TOWN GRAND CAYMAN, KY1-9002 CAYMAN ISLANDS	25421	Lehman Brothers Holdings Inc.	Unsecured	\$5,827,685.77	Unsecured	\$5,511,553.85	Unsecured	\$316,131.92
33	PIMCO ABSOLUTE RETURN STRATEGY IV MASTER FUND LDC (#3199) ATTN: RICHARD LEBRUN WALKERS FUND SERVICES LIMITED 87 MARY STREET GEORGETOWN, GRAND CAYMAN, KY1-9002 CAYMAN ISLANDS	25555	Lehman Brothers Holdings Inc.	Unsecured	\$11,376,446.65	Unsecured	\$8,482,314.71	Unsecured	\$2,894,131.94
34	PIMCO ABSOLUTE RETURN STRATEGY V ALPHA FUND - (#4942) PIMCO OFFSHORE FUNDS ATTN: RICHARD LEBRUN 87 MARY STREET, GEORGE TOWN GRAND CAYMAN, KY1-9002 CAYMAN ISLANDS	25641	Lehman Brothers Holdings Inc.	Unsecured	\$595,888.01	Unsecured	\$191,109.93	Unsecured	\$404,778.08
35	PIMCO BERMUDA FOREIGN LOW DURATION FUND - (#2742) PIMCO BERMUDA TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 GEORGETOWN, CAYMAN ISLANDS	22724	Lehman Brothers Holdings Inc.	Unsecured	\$403,903.51	Unsecured	\$396,872.26	Unsecured	\$7,031.25

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
36	PIMCO BERMUDA GLOBAL HIGH YIELD FUND II - (# 3761) PIMCO BERMUDA TRUST IV ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 GEORGETOWN, CAYMAN ISLANDS	22499	Lehman Brothers Holdings Inc.	Unsecured	\$92,698.99	Unsecured	\$67,348.99	Unsecured	\$25,350.00
37	PIMCO BERMUDA US LOW DURATION FUND- (2741) PIMCO BERMUDA TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 GEORGETOWN, CAYMAN ISLANDS	22500	Lehman Brothers Holdings Inc.	Unsecured	\$94,367.06	Unsecured	\$66,440.78	Unsecured	\$27,926.28
38	PIMCO CAYMAN GLOBAL AGGREGATE EX-JAPAN BOND FUND - (#2755) PIMCO CAYMAN TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 GEORGETOWN, CAYMAN ISLANDS	25426	Lehman Brothers Holdings Inc.	Unsecured	\$403,927.80	Unsecured	\$89,044.27	Unsecured	\$314,883.53

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
39	PIMCO CAYMAN GLOBAL AGGREGATE EX-JAPAN INCOME FUND - (#2763) PIMCO CAYMAN TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 GEORGETOWN, CAYMAN ISLANDS	24438	Lehman Brothers Holdings Inc.	Unsecured	\$705,147.10	Unsecured	\$125,307.25	Unsecured	\$579,839.85
40	PIMCO CAYMAN GLOBAL AGGREGATE EX-JAPAN YEN-HEDGED BOND FUND II-2759 PIMCO CAYMAN TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 SUITE 100 GEORGETOWN, CAYMAN ISLANDS	25557	Lehman Brothers Holdings Inc.	Unsecured	\$64,568.51	Unsecured	\$8,030.78	Unsecured	\$56,537.73
41	PIMCO CAYMAN GLOBAL AGGREGATE EX-JAPAN YEN-HEDGED INCOME FUND 2781 PIMCO CAYMAN TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET PO BOX 2330 GEORGETOWN, CAYMAN ISLANDS	24467	Lehman Brothers Holdings Inc.	Unsecured	\$21,724.05	Unsecured	\$1,207.83	Unsecured	\$20,516.22

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
42	PIMCO CAYMAN GLOBAL EX-JAPAN BOND (#2730) PIMCO CAYMAN TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET P.O. BOX 2330 GEORGETOWN, CAYMAN ISLANDS	22275	Lehman Brothers Holdings Inc.	Unsecured	\$483,912.25	Unsecured	\$70,982.05	Unsecured	\$412,930.20
43	PIMCO COMBINED ALPHA STRATEGIES MASTER FUND LDC ATTN: RICHARD LEBRUN WALKERS FUND SERVICES LIMITED 87 MARY STREET GEORGE TOWN, GRAND CAYMAN, KYI-9002 CAYMAN ISLANDS	25626	Lehman Brothers Holdings Inc.	Unsecured	\$2,833,324.40	Unsecured	\$1,544,466.12	Unsecured	\$1,288,858.28
44	PIMCO COVERTIBLE FUND- (#761) PIMCO FUNDS ATTN: STEPHEN KING 840 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	18611	Lehman Brothers Holdings Inc.	Unsecured	\$273,778.66	Unsecured	\$20,278.66	Unsecured	\$253,500.00
45	PIMCO EMERGING MARKETS BOND FUND (M) - (#2737) PIMCO BERMUDA TRUST ATTN: SCOTT CARNACHAN BUTTERFIELD HOUSE FORT STREET PO BOX 2330 GEORGETOWN, CAYMAN ISLANDS	33416	Lehman Brothers Holdings Inc.	Unsecured	\$551,577.49	Unsecured	\$313,974.80	Unsecured	\$237,602.69

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
46	PIMCO GLOBAL BOND FUND (US DOLLAR-HEDGED) (#785) PIMCO FUNDS ATTN: STEPHEN KING 840 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	18598	Lehman Brothers Holdings Inc.	Unsecured	\$97,335.35	Unsecured	\$60,311.65	Unsecured	\$37,023.70
47	PIMCO GLOBAL STOCKS PLUS & INCOME FUND (# 429) ATTN: BRIAN SHLISSEL 1345 AVENUE OF THE AMERICAS, 3RD FLOOR NEW YORK, NY 10105	13038	Lehman Brothers Holdings Inc.	Unsecured	\$433,324.09	Unsecured	\$431,927.23	Unsecured	\$1,396.86
48	PRIMONE INC. AKARA BULDING, 24 DE CASTRO STREET WICKHAMS CAY I, ROAD TOWN TORTOLA, VIRGIN ISLANDS (BRITISH)	16053	Lehman Brothers Holdings Inc.	Unsecured	\$137,479.72	Unsecured	\$31,915.83	Unsecured	\$105,563.89
49	PSEG INC. MASTER RETIREMENT TRUST ATTN: PETER CARUSO 80 PARK PLAZA T6B NEWARK, NJ 07102	13755	Lehman Brothers Holdings Inc.	Unsecured	\$89,361.20	Unsecured	\$24,199.89	Unsecured	\$65,161.31
50	RBC DEXIA INVESTOR SERVICES TRUST AS TRUSTEE FOR RBC CANADIAN MASTER TRUST PO BOX 7500, STATION A TORONTO, ON MSW 1P9 CANADA	24338	Lehman Brothers Holdings Inc.	Unsecured	\$599,086.18	Unsecured	\$369,075.69	Unsecured	\$230,010.49

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
51	SALVATION ARMY, THE A NEW YORK RELIGIOUS & CHARITABLE CORPORATION 440 WEST NYACK ROAD P.O. BOX C-435 WEST NYACK, NY 10994	17606	Lehman Brothers Holdings Inc.	Unsecured	\$1,380,341.16	Unsecured	\$1,252,090.02	Unsecured	\$128,251.14
52	SCHLUMBERGER MASTER PROFIT SHARING TRUST 5599 SAN FELIPE, 17TH FLOOR HOUSTON, TX 77056	13745	Lehman Brothers Holdings Inc.	Unsecured	\$378,280.64	Unsecured	\$249,715.78	Unsecured	\$128,564.86
53	STATE STREET CAYMAN TRUST COMPANY, LTD. TTEE OF GLOBAL LIBOR ALPHA CAYMAN UNIT TRUST, IN REPSECT OF ITS SERIES TRUST, PACIFIC LIBOR ALPHA CAYMAN UNIT TRUST 45 MARKET STEET, STE 3206A GARDENIA COURT CAMANA BAY, KY1 1205 CAYMAN ISLANDS	12766	Lehman Brothers Holdings Inc.	Unsecured	\$14,625,584.84	Unsecured	\$13,203,475.44	Unsecured	\$1,422,109.40
54	TECOMARA N.V. C/O HSBC SECURITIES SERVICES (BERMUDA) LIMITED, AS MANAGING DIRECTOR 6 FRONT STREET HAMILTON, HM 11 BERMUDA	15381	Lehman Brothers Holdings Inc.	Unsecured	\$530,211.46	Unsecured	\$474,358.91	Unsecured	\$55,852.55

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
55	THE TARGET PORTFOLIO TRUST, ON BEHALF OF THE INT'L BOND PORTFOLIO ATTN: M. SADIQ PESHIMAM PRUDENTIAL INVESTMENTS 100 MULBERRY STREET NEWARK, NJ 07102	13949	Lehman Brothers Holdings Inc.	Unsecured	\$54,645.73	Unsecured	\$7,788.85	Unsecured	\$46,856.88
56	TR2 CAYMAN FUND REGATTA OFFICE PARK WINDWARD 1, FIRST FLOOR PO BOX 31371 GRAND CAYMAN, KY1-1206 CAYMAN ISLANDS	32261	Lehman Brothers Holdings Inc.	Unsecured	\$1,176,087.76	Unsecured	\$896,617.17	Unsecured	\$279,470.59
57	UK STERLING INFLATION-LINKED FUND - (#3689) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE, UPPER HATCH STREET DUBLIN, 2 IRELAND	16174	Lehman Brothers Holdings Inc.	Unsecured	\$545,931.32	Unsecured	\$104,002.01	Unsecured	\$441,929.31
58	UK STERLING INVESTMENT GRADE CREDIT FUND (#4690) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE UPPER HATCH STREET DUBLIN, 2 IRELAND	16081	Lehman Brothers Holdings Inc.	Unsecured	\$282,130.87	Unsecured	\$84,631.20	Unsecured	\$197,499.67

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IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 126: EXHIBIT A - PARTIALLY SETTLED GUARANTEE CLAIMS

	NAME	CLAIM #	DEBTOR	ASSERTED CLAIM		ALLOWED PORTION OF CLAIM		UNRESOLVED PORTION OF CLAIM	
				CLASS	AMOUNT	CLASS	AMOUNT	CLASS	AMOUNT
59	UK STERLING LONG AVERAGE DURATION FUND - (#4683) PIMCO FUNDS: GLOBAL INVESTORS SERIES PLC ATTN: TOM RICE STYNE HOUSE, UPPER HATCH STREET DUBLIN 2, IRELAND	18609	Lehman Brothers Holdings Inc.	Unsecured	\$2,337,060.32	Unsecured	\$1,868,614.24	Unsecured	\$468,446.08
60	VERIZON MASTER SAVINGS TRUST C/O VERIZON INVESTMENT MGMT. CORP. 1 VERIZON WAY BASKING RIDGE, NJ 07920	32378	Lehman Brothers Holdings Inc.	Unsecured	\$170,279.89	Unsecured	\$38,394.51	Unsecured	\$131,885.38
TOTAL					\$63,884,051.79		\$44,547,072.50		\$19,336,979.29

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : **Chapter 11 Case No.**
 :
LEHMAN BROTHERS HOLDINGS INC., et al., : **08-13555 (JMP)**
 :
Debtors. : **(Jointly Administered)**
-----X

**ORDER GRANTING DEBTORS' ONE HUNDRED TWENTY-SIXTH OMNIBUS
OBJECTION TO CLAIMS (PARTIALLY SETTLED GUARANTEE CLAIMS)**

Upon the one hundred twenty-sixth omnibus objection to claims, dated April 18, 2011 (the "One Hundred Twenty-Sixth Omnibus Objection to Claims"),¹ of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 6664], seeking to partially reduce, reclassify (in certain instances), and allow the LBSF Portion of the Partially Settled Guarantee Claims on the grounds that the Debtors and claimants have agreed upon a claim amount and, in certain instances, a classification for the LBSF Portion of the Partially Settled Guarantee Claim that is not currently reflected on claimants' proofs of claim, all as more fully described in the One Hundred Twenty-Sixth Omnibus Objection to Claims; and due and proper notice of the One Hundred Twenty-Sixth Omnibus Objection to Claims having been provided to (i) the U.S. Trustee; (ii) the attorneys for the Creditors' Committee; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York; (vi) each

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' One Hundred Twenty-Sixth Omnibus Objection to Claims.

claimant listed on Exhibit A attached to the One Hundred Twenty-Sixth Omnibus Objection to Claims; and (vii) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010 governing case management and administrative procedures for these cases [Docket No. 9635]; and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the One Hundred Twenty-Sixth Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the One Hundred Twenty-Sixth Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is

ORDERED that the relief requested in the One Hundred Twenty-Sixth Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that the LBSF Portion of each Partially Settled Guarantee Claim listed on Exhibit 1 annexed hereto is hereby allowed solely as to the classification and amount that is set forth on Exhibit 1 under the column headings “*Allowed Portion of Claim -- Class*” and “*Allowed Portion of Claim -- Amount*”; and it is further

ORDERED that this Order supersedes all previous orders regarding the Partially Settled Guarantee Claims listed on Exhibit 1 annexed hereto; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object and defend on any basis are expressly reserved with respect to, (i) the Non-LBSF Portion of each Partially Settled Guarantee Claim that is set forth on Exhibit 1 under the column heading “*Unresolved Portion of Claim*” and (ii) any claim listed on Exhibit A to the One Hundred Twenty-Sixth Omnibus Objection to Claims that does not appear on Exhibit 1 annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all
matters arising from or related to this Order.

Dated: _____, 2011
New York, New York

UNITED STATES BANKRUPTCY JUDGE